

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

BIG APPLE VOLKSWAGEN, LLC,
Debtor.

Chapter 11

Case No. 11-11388 (JMP)

**ORDER PURSUANT TO BANKRUPTCY CODE §§ 327(a) AUTHORIZING
THE RETENTION AND EMPLOYMENT OF WINDELS MARX LANE &
MITTENDORF, LLP AS BANKRUPTCY COUNSEL TO THE TRUSTEE
NUNC PRO TUNC TO MAY 9, 2011**

Upon the application dated May 12, 2011 (the “**Application**”) of Alan Nisselson (the “**Trustee**”), trustee for the Chapter 11 estate of Big Apple Volkswagen, LLC (the “**Debtor**”), to approve the Trustee’s retention of Windels Marx Lane & Mittendorf, LLP (“**Windels Marx**”), as his bankruptcy counsel in this chapter 11 case, effective as of May 9, 2011, the date that the Office of the U.S. Trustee informed the Trustee that he would be appointed as chapter 11 trustee for the Debtor’s estate and that Windels Marx commenced rendering services on the terms and conditions set forth in the Application and in compliance with sections 327(a) of title 11, United States Code, 11 U.S.C. §§ 101 et seq. (the “**Bankruptcy Code**”); and upon the affidavit dated May 11, 2011, of Alan Nisselson, Esq. a member of Windels Marx (the “**Nisselson Affidavit**”) attached to the Application; and it appearing that the Court has jurisdiction to consider the Application; and it appearing that the relief requested in the Application is in the best interests of the Debtor and the Debtor’s estate; and it appearing that the members and associates of Windels Marx who will be engaged in the Debtor’s case are duly admitted to practice before this Court; and the Court being satisfied, based on the representations made in the Application and the Nisselson Affidavit, that Windels Marx represents or holds no interest adverse to the Debtor or to the Debtor’s estate and is disinterested under Bankruptcy Code § 101(14), as modified by Bankruptcy Code § 1107(b); and good and sufficient cause appearing therefor, it is

ORDERED, that:

1. The Application is approved to the extent provided herein.
2. In accordance with Bankruptcy Code § 327(a), the Trustee is hereby authorized and empowered to employ and retain Windels Marx as his counsel under a general retainer effective as of May 9, 2011.
3. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.
4. Windels Marx shall apply for compensation and reimbursement in accordance with the applicable provisions of the Bankruptcy Code, Bankruptcy Rules, the Local Bankruptcy Rules, the guidelines established by the U.S. Trustee, and such other procedures as may be fixed by order of this Court.

Dated: New York, New York
May 31, 2011

s/ James M. Peck
UNITED STATES BANKRUPTCY JUDGE

NO OBJECTION:
OFFICE OF THE UNITED STATES TRUSTEE

By: s/ Richard C. Morrissey

Dated: May 24, 2011